

Attachment B

Articles of Incorporation/Organization

And

Certificate of Authority to Transact Business



SP/Am

OFFICE OF THE SECRETARY OF STATE

JESSE WHITE • Secretary of State

JANUARY 31, 2005

0141209-4

ILLINOIS CORPORATION SERVICE C
801 ADLAI STEVENSON DRIVE
SPRINGFIELD, IL 62703-4261

RE 800 RESPONSE INFORMATION SERVICES LLC

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT THE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

A handwritten signature in cursive script that reads "Jesse White".

JESSE WHITE
SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES
LIMITED LIABILITY COMPANY DIVISION
TELEPHONE (217)524-8008

JW:LLC

Form **LLC-45.5**

December 2003

Jesse WhiteSecretary of State
Department of Business Services
Limited Liability Company Division
Room 351, Howlett Building
Springfield, IL 62756
<http://cyberdriveillinois.com>*Payment must be made by certified check, cashier's check, Illinois attorney's C.P.A.'s check or money order, payable to "Secretary of State."***Illinois
Limited Liability Company Act****Application for Admission to Transact Business****Submit in Duplicate**

Must be typewritten

*This space for use by Secretary of State*Date 01-31-2005
Assigned File # 01412094
Filing Fee \$500
Penalty \$
Approved: JB \$This space for use by
Secretary of State**FILED****JAN 31 2005****JESSE WHITE
SECRETARY OF STATE**

1. Limited Liability Company name: 800 Response Information Services LLC
(Must comply with Section 1-10 of ILLCA or article 2 below applies.)
2. The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is: _____
(If applicable, a form LLC-1.20, Application to Adopt an Assumed Name, is required to be completed and attached to this application.)
3. Jurisdiction of Organization: Vermont
4. Date of Organization: 12/30/04
5. Period of Duration: Perpetual
6. The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):
(See #14 on back)
- 200 Church Street
(Number) (Street) (Suite)
- Burlington, VT 05401 Chittenden
(City/State) (ZIP Code) (County)
7. Registered agent: Illinois Corporation Service Company
(First Name) (Middle Name) (Last Name)
- Registered Office: 801 Adlai Stevenson Drive
(Number) (Street) (Suite #)
- (P.O. Box or c/o Springfield, Sangamon Illinois 62703
are unacceptable) (City) (County) (ZIP Code)
8. The date on which this foreign LLC first did business in Illinois: 06/01/05 (proposed)

LLC-45.5

9. The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

Business code = 517000

The provision of toll free long distance services on a resale basis and related information services.

10. The limited liability company is managed by:

☒ manager(s)

☐ vested in member(s)

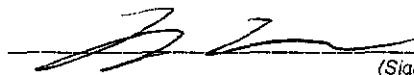
11. The Illinois Secretary of State is hereby appointed the agent of the limited liability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.

12. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.

13. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.

14. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated Jan 26th, 2005.
(Month/Day) (Year)


(Signature)

(Signature must comply with Section 5-45 of ILLCA)

Mitchell Knisbacher, ~~President & Manager~~

(Type or print name and title)

800 Response Information Services LLC, Manager

*(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)

STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

Certificate of Good Standing

*I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that
according to the records of this office*

800 RESPONSE INFORMATION SERVICES LLC

a limited liability company formed under the laws of the State of Vermont

was filed for record in this office on December 30, 2004

*I further certify that the company's most recent annual report is on file, and that articles of
termination have not been filed.*

January 25, 2005

Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital



Deborah L. Markowitz
Secretary of State



STATE OF VERMONT
OFFICE OF SECRETARY OF STATE

I, Deborah L. Markowitz, Secretary of State of the State of Vermont, do hereby certify that the attached is a true copy of the

Articles of Organization

for

800 RESPONSE INFORMATION SERVICES LLC

which appear of record in this department.

January 7, 2005

*Given under my hand and the seal
of the State of Vermont, at
Montpelier, the State Capital*



*Deborah L. Markowitz
Secretary of State*



L-4990

800 RESPONSE INFORMATION SERVICES LLC

ARTICLES OF ORGANIZATION

Pursuant to the Vermont Limited Liability Company Act (the "Act"), the undersigned hereby certifies that a limited liability company has been organized under the Act as follows:

1. Name. The name of the limited liability company is 800 Response Information Services LLC (the "Company").

2. Purpose. The purpose of the Company shall be to engage in the provision of information services and in any other lawful business that may be engaged in by a limited liability company organized under the Act.

3. Initial Office. The address of the initial designated office of the Company is 200 Church Street, Burlington, Vermont 05401.

4. Initial Agent. The name and address of the initial agent of the Company for service of process is Downs Rachlin Martin PLLC, P.O. Box 190, 199 Main Street, Burlington, Vermont 05402-0190, Attn: Paul H. Ode, Jr.

5. Organizer. The name and address of the organizer of the Company is:

Paul H. Ode, Jr.
Downs Rachlin Martin PLLC
199 Main Street
P.O. Box 190
Burlington, Vermont 05402-0190

6. Term. The Company is an at-will limited liability company.

7. Manager-Managed. The Company is a manager-managed limited liability company, as defined in the Act, and is managed by its Managing Directors.


8. Member Limited Liability. The members of the Company are not to be liable for its debts and obligations under subsection (b) of section 3043 of the Act.

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SECRETARY OF STATE
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9. Managing Director Authority. A Managing Director of the Company acting alone, is authorized to act as agent for the Company and shall have the right, power and authority to act for the Company, to bind the Company to any obligation or agreement, and transfer or encumber the Company's interest in real property. Any person dealing with the Company or any member of the Company may rely on a certificate signed by a Managing Director as to (i) the identity of any member or Managing Director; (ii) any factual matters relevant to the affairs of the Company; (iii) the persons who are authorized to execute and deliver any document on behalf of the Company; or (iv) any action taken or omitted by the Company or any member.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 28th day of December, 2004.



Paul H. Ode, Jr.

BTV.423200.1

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CORPORATION SERVICE COMPANY

RTH
Transaction ID: 5120168

Mr. Bob Cleary
800 Response Information Services, LLC
200 Church Street
P.O. Box 1049
Burlington, VT 05402

Date: 03/03/2005
RE: Compliance Mail

Entity Name: 800 Response Information Services LLC
Entity ID: 2331961
Jurisdiction: Illinois

We are pleased to forward to you the enclosed correspondence that may require your immediate action.

As your registered agent, we receive mail (e.g. annual reports, tax bills, notices of delinquency/revocation, licenses & registrations) from federal or state agencies on your behalf.

If you have questions about the enclosure, please contact the agency shown on the enclosure.

CSC is pleased to serve as your compliance partner with real-time access to your corporate records plus proven solutions for tax and compliance via our website www.incspot.com. Need an IncSpot username and password? Visit www.incspot.com and subscribe today. Do you worry about missing annual report and other important filing deadlines? Check out Compliance Calendar automatic email reminders on the Show Me tab for a self-guided tour and registration.

If you would like to update your contact or address information, please contact us.

Enclosure: Filing Receipt

2711 Centerville Road Wilmington, DE 19808
(866) 846-8765 | compliancemail@cscinfo.com